

**FINANCIAL STATEMENTS**

**ACREX VENTURES LTD.**

**VANCOUVER, BRITISH COLUMBIA, CANADA**

**MARCH 31, 2007**

1. NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS
2. STATEMENT OF EARNINGS AND DEFICIT
3. BALANCE SHEET
4. STATEMENT OF CASH FLOWS
5. NOTES TO FINANCIAL STATEMENTS

## **Notice of No Auditor Review of Interim Financial Statements**

The accompanying unaudited interim financial statements have been prepared by management and approved by the Audit Committee and Board of Directors.

The Company's independent auditors have not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditors.

## ACREX Ventures Ltd.

### STATEMENT OF EARNINGS AND DEFICIT

Unaudited - See Notice to Reader

	Three months ended March 31,	
	2007	2006
<b>EXPENSES</b>		
Management fees	\$ 34,500	34,500
Investor relations	32,795	3,000
Consulting	19,287	19,345
Accounting	11,200	4,000
Office and general	9,905	11,170
Promotion and travel	8,578	16,585
Filing fees	7,694	5,250
Legal	7,062	2,408
Insurance	2,300	2,500
Advertising	2,108	12,308
Rent	1,770	2,670
Transfer agent fees	1,700	1,326
	<b>138,899</b>	115,062
Net loss before other items and income taxes	<b>(138,899)</b>	(115,062)
<b>OTHER ITEMS</b>		
Interest income	473	483
<b>NET LOSS AND COMPREHENSIVE LOSS</b>	<b>(138,426)</b>	(114,579)
Deficit, beginning of period	<b>(4,823,077)</b>	(4,291,717)
<b>DEFICIT, end of period</b>	<b>\$ (4,961,503)</b>	(4,406,296)
<b>LOSS PER SHARE - BASIC / DILUTED</b>	<b>\$ (0.01)</b>	(0.01)
<b>WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING</b>	<b>27,024,492</b>	20,397,711

# ACREX Ventures Ltd.

## BALANCE SHEET

Unaudited - See Notice to Reader

	March 31, 2007	December 31, 2006
<b>ASSETS</b>		
Current		
Cash and short-term investments	\$ 527,711	662,965
Marketable securities	16,000	16,000
Other receivables	48,017	42,420
Deposit and prepaid expenses	3,500	7,507
	595,228	728,892
Mineral properties [Note 3]	1,843,990	1,704,959
	\$ 2,439,218	2,433,851
<b>LIABILITIES</b>		
Current		
Accounts payable and accrued expenses	\$ 102,498	17,992
<b>SHAREHOLDERS' EQUITY</b>		
Share capital [Note 4]	7,059,882	7,019,882
Contributed surplus [Note 5]	238,341	219,054
Deficit	(4,961,503)	(4,823,077)
	2,336,720	2,415,859
	\$ 2,439,218	2,433,851

APPROVED ON BEHALF OF THE BOARD:

"T.J. MALCOLM POWELL"

Director

"CARL R. JONSSON"

Director

## ACREX Ventures Ltd.

### STATEMENT OF CASH FLOWS

Unaudited - See Notice to Reader

	Three months ended March 31,	
	2007	2006
<b>OPERATIONS</b>		
Net loss and comprehensive loss	\$ (138,426)	(114,579)
Less item not involving cash:		
Stock-based compensation	19,287	-
	<b>(119,139)</b>	<b>(114,579)</b>
Changes in non-cash working capital balances:		
Decrease (increase) in other receivables	(5,597)	813
Increase in accounts payable and accrued expenses	84,506	6,962
Decrease (increase) in prepaid expenses and deposits	4,007	(8,175)
	<b>(36,223)</b>	<b>(114,979)</b>
<b>FINANCING</b>		
Issuance of common shares	-	60,972
<b>INVESTING</b>		
Mineral properties:		
Acquisition costs	(10,520)	-
Exploration expenditures	(88,511)	(14,300)
Increase (decrease) in cash and short-term investments	<b>(135,254)</b>	<b>(68,307)</b>
Cash and short-term investments, beginning of period	<b>662,965</b>	408,332
<b>CASH AND SHORT-TERM INVESTMENTS, end of period</b>	<b>\$ 527,711</b>	<b>340,025</b>

# ACREX Ventures Ltd.

## NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

### 1. NATURE OF OPERATIONS

---

ACREX Ventures Ltd., incorporated in British Columbia, is a public company listed on the TSX Venture Exchange ("TSX") in Canada and on the NASD over-the-counter Bulletin Board ("OTCBB") in the U.S.

The Company is in the exploration stage and its principal business activity is the sourcing and exploration of mineral properties in Canada.

The accompanying unaudited financial statements are prepared in accordance with Canadian generally accepted accounting principles but do not conform in all respects to the note disclosure requirements for its annual financial statements. The unaudited financial statements have been prepared on a basis consistent with the accounting principles and policies described in the annual financial statements, unless otherwise mentioned, and should be read in conjunction with those statements. Except for the changes in accounting policies described in Note 2, these unaudited interim financial statements follow the same significant accounting policies as the annual financial statements. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included in these financial statements.

### 2. CHANGES IN ACCOUNTING POLICIES

---

Effective January 1, 2007, the Company has adopted three new accounting standards related to financial instruments that were issued by the Canadian Institute of Chartered Accountants ("CICA") in 2005. These accounting policy changes were adopted on a prospective basis with no restatement of prior period financial statements. The new standards and accounting policy changes are as follows:

#### **Financial Instruments – Recognition and Measurement (CICA Handbook Section 3855)**

In accordance with this new standard the Company now classifies all financial instruments as either held-to-maturity, available-for-sale, held for trading or loans and receivables. Financial assets held to maturity, loans and receivables and financial liabilities other than those held for trading, are measured at amortized cost. Available-for-sale instruments are measured at fair value with unrealized gains and losses recognized in other comprehensive income. Instruments classified as held for trading are measured at fair value with unrealized gains and losses recognized on the statement of loss.

#### **Comprehensive Income (CICA Handbook Section 1530)**

Comprehensive income is the change in shareholders' equity during a period from transactions and other events and circumstances from non-owner sources. In accordance with this new standard, the Company now reports a consolidated statement of comprehensive loss and a new category, accumulated other comprehensive income, has been added to the shareholders' equity section of the consolidated balance sheet. The components of this new category will include unrealized gains and losses on financial assets classified as available-for-sale and the effective portion of cash flow hedges, if any. There were no such components to be recognized in comprehensive income for the three month period ended March 31, 2007.

#### **Hedges (CICA Handbook Section 3865)**

The new standard specifies the criteria under which hedge accounting can be applied and how hedge accounting can be executed. The Company has not designated any hedging relationships.

## ACREX Ventures Ltd.

### NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

#### 3. MINERAL PROPERTIES

	Michaud	Spanish Mountain	Total
<b>Acquisition costs</b>			
Balance, beginning of period	\$ 75,000	43,248	118,248
Acquisition fees	-	50,520	50,520
Balance, end of period	75,000	93,768	168,768
<b>Exploration costs</b>			
Balance, beginning of period	1,169,312	417,399	1,586,711
Drilling	60,684	-	60,684
Surveying and linecutting	-	9,090	9,090
Consulting	3,476	3,600	7,076
Support	6,854	-	6,854
Other	-	4,807	4,807
Balance, end of period	1,240,326	434,896	1,675,222
	<b>\$ 1,315,326</b>	<b>528,664</b>	<b>1,843,990</b>

**Michaud gold claims, Ontario, Canada** - Pursuant to an Agreement dated September 1, 2001 and amended January 17, 2003 and February 17, 2004 ("Agreement") with Moneta Porcupine Mines Inc. ("Moneta"), the Company acquired an option to earn interests in 65 mineral claims in the Michaud Township, Ontario, Canada (the "Property"). The Property is divided into two areas.

Pursuant to the Agreement the Company could have earned a 60% interest in the first area by expending a minimum of \$1,000,000 on exploration of the area by May 15, 2005 and completing a bankable feasibility study on the area by May 15, 2007. The Company was required to give notice to Moneta by December 31, 2004 of its intention to conduct further exploration on this area. The notice was not provided and as a result the Company lost all of its rights to earn any interest in the first area.

During 2004 the Company fulfilled the requirements to earn a 50% interest in the second area. On November 26, 2004, the Company entered into a Joint Venture Agreement with Moneta to engage in the exploration, development and mining of the second area. The agreement also includes terms for the acquisition of additional mining or mineral claims or other real property interests within the area of interest.

In order to earn an additional 20% interest in the second area the Company was required to give notice to Moneta by December 31, 2004 of its intent to expend a minimum of \$2,750,000 on exploration of the property by May 15, 2007. The Company decided to not give such notice and as a result relinquished the right to earn the additional 20% in the second area.

## ACREX Ventures Ltd.

### NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

#### 3. MINERAL PROPERTIES (continued)

The Agreement also includes terms for the acquisition of additional mineral claims within the area of interest. Pursuant to these provisions, the Company has agreed with Moneta to acquire 50% of the net 75% interest (i.e. a net 37.5% interest) in three adjoining mineral claims known to the parties as the Dymont Claims - which cover approximately 48 hectares. To reimburse Moneta for its costs of the original acquisition of interests in the Dymont Claims, the Company has agreed to pay Moneta \$50,000, all of which has been paid as of December 31, 2006.

**Spanish Mountain claims, British Columbia, Canada** - On July 23, 2005, the Company entered into an Option Agreement (the "Agreement") to acquire a 100% interest in the Spanish Mountain property, consisting of 8 mineral claims covering approximately 1,350 hectares located near Likely in Northeastern British Columbia, Canada.

Acrex may earn the interest by making certain cash payments and issuing shares to the Optionor as follows:

Due Date	Cash Payment	Share Issuance
July 25, 2005 (completed)	\$ 5,000	50,000
April 25, 2006 (completed)	5,000	-
July 25, 2006 (completed)	10,000	50,000
July 25, 2007	20,000	50,000
July 25, 2008	20,000	50,000
July 25, 2009	40,000	-
	\$ 100,000	200,000

In addition, 200,000 shares of the Company are to be issued upon receipt of a positive feasibility study.

The Agreement is subject to a 3% net smelter return ("NSR"). The Company has the right to purchase 66.67% of the NSR for \$1,000,000 upon commencement of commercial production of the property.

On February 7, 2007, the Company acquired 100% interest of two mineral tenures immediately to the west and south of the Company's existing claim group. The purchase price of these claims was \$10,000 and 200,000 shares. The fair value of these shares was \$40,000.

## ACREX Ventures Ltd.

### NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

#### 4. SHARE CAPITAL

The Company has authorized share capital of an unlimited number of common voting shares without par value. Issued share capital is as follows:

	2007		2006	
	Number	Amount	Number	Amount
Balance, beginning of period	26,908,936	\$ 7,019,882	20,115,991	\$ 5,629,706
Shares issued for cash and other:				
Private placements	-	-	3,000,000	705,000
Mineral properties	200,000	40,000	50,000	17,000
Options	-	-	663,630	79,636
Warrants	-	-	3,079,315	550,988
Transferred from contributed surplus for stock options and agents' warrants exercised	-	-	-	37,552
Balance, end of period	27,108,936	\$ 7,059,882	26,908,936	\$ 7,019,882

**Warrants** - The Company has stock purchase warrants outstanding as follows:

Exercise Price	Outstanding December 31, 2006	Exercised	(Expired)	Outstanding March 31, 2007	Expiry date
\$0.30	3,000,000	-	-	3,000,000	May 1, 2007
	3,000,000	-	-	3,000,000	

#### 5. CONTRIBUTED SURPLUS

	2007	2006
Balance - beginning of period	\$ 219,054	217,397
Stock-based compensation	19,287	39,209
Options and warrants exercised	-	(37,552)
Balance - end of period	\$ 238,341	219,054

## ACREX Ventures Ltd.

### NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

#### 6. STOCK OPTION PLAN AND STOCK - BASED COMPENSATION

The Company has established a stock option plan for directors, employees, and consultants. The following table summarizes the stock options outstanding at March 31, 2007:

Price	Number Outstanding	Number Exercisable	Expiry date
\$0.30	600,000	600,000	June 3, 2007
\$0.28	565,000	565,000	November 4, 2008
\$0.12	485,000	485,000	July 7, 2010
\$0.12	100,000	100,000	October 13, 2010
\$0.12	100,000	100,000	December 5, 2010
\$0.30	100,000	100,000	June 19, 2011
\$0.30	50,000	50,000	June 29, 2011
\$0.20	100,000	100,000	February 7, 2012
	2,100,000	2,100,000	

Under the Company's stock option plan, the exercise price of each option is determined by the Board, subject to the pricing policies of the TSX Venture Exchange. Options vest immediately when granted and expire five years from the date of the grant, unless the Board establishes more restrictive terms.

The aggregate number of shares issuable pursuant to options granted under the plan is limited to 10% of the Company's issued shares at the time the options are granted. The aggregate number of options granted to any one optionee in a 12-month period is limited to 5% of the issued shares of the corporation.

A summary of the changes in the Company's stock options for the quarter ended March 31, 2007 and year ended 2006 is presented below:

	2007		2006	
	Number	Weighted Average Exercise Price	Number	Weighted Average Exercise Price
Outstanding, beginning of year	2,000,000	\$ 0.23	2,520,380	\$ 0.22
Granted	100,000	0.20	150,000	0.30
Exercised	-	-	(663,630)	0.12
Cancelled or expired	-	-	(6,750)	0.12
Outstanding, end of year	2,100,000	\$ 0.23	2,000,000	\$ 0.23

# ACREX Ventures Ltd.

## NOTES TO FINANCIAL STATEMENTS

Three months ended March 31, 2007

Unaudited - See Notice to Reader

### 6. STOCK OPTION PLAN AND STOCK - BASED COMPENSATION (continued)

---

The Company uses the Black-Scholes option pricing model to value stock options granted. The Black-Scholes model was developed for use in estimating the fair value of traded options that have no vesting restrictions and are fully transferable. The model requires management to make estimates, which are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values. For purposes of the calculation, the following assumptions were used:

	Three months ended March 31, 2007
Risk free interest rate	4.02%
Expected dividend yield	0%
Expected stock price volatility	131%
Expected life	5 years
Per share fair value of options granted during the period	\$0.19

---

Total stock-based compensation expense in respect of stock options granted for the three months ended March 31, 2007 was \$19,287 (2006: nil).

### 7. RELATED PARTY TRANSACTIONS

---

The Company incurred legal fees of \$7,062 from a law firm of which a director is a principal. Accounts payable includes \$5,845 due to the law firm.

The Company incurred management fees of \$27,000 and equipment rental charges of \$2,952 from a company owned by a director and management fees of \$7,500 from a company owned by another director of the Company.

### 8. SEGMENT INFORMATION

---

The Company's operations are limited to a single industry segment being the acquisition, exploration and development of mineral properties. The mineral properties are located in Canada in the Provinces of British Columbia and Ontario.

## ACREX VENTURES LTD.

### MANAGEMENT DISCUSSION AND ANALYSIS DATED MAY 22, 2007

This MD & A covers the Company's first quarter of fiscal 2007 – January 1, 2007 – March 31, 2007 – and the period to May 22, 2007. It is to be read in conjunction with the audited financial statements, prepared to December 31, 2006 of Acrex Ventures Ltd. ("Company").

1. **Overall Performance** - for the period since January 1, 2007.

(a) *Michaud, Ontario property*

Results were received from the Michaud Joint Venture (the "Joint Venture") drill program conducted in February and March 2007. The program consisted of five drill holes totaling 1,426 metres completed primarily on the Dymont 3 property acquired by the Joint Venture in early 2007.

The holes were located 2.5 kilometres along strike to the west of the 55 Zone. In 2005 drilling on the 55 Zone in this same geologic setting intersected multiple zones of gold mineralization with exceptional intersections noted in four holes: 11.23 g/t gold over 1.70 metres in hole MA-05-27, 5.81 g/t gold over 7.40 metres in hole MA-05-30, 10.90 g/t gold over 2.00 metres in hole MA-05-31, and 9.04 g/t gold over 5.90 metres in hole MA-05-32, all over drilled widths.

The 2007 program's assay results, shown in the following table, continued to confirm the pervasive nature of gold mineralization in the Timiskaming sediments in contact with ultramafic volcanics immediately south of the Destor-Porcupine Fault Zone (the "Destor"). This geological setting hosts several nearby discoveries including Moneta's inferred 624,500 ounce *Southwest Zone*, the Joint Venture's "55" and *Western Zones*, and Newmont Mining *Windjammer South*.

<b><u>DDH</u></b>	<b><u>From (metres)</u></b>	<b><u>To (metres)</u></b>	<b><u>Width (metres)</u></b>	<b><u>Gold (g/t)</u></b>
MA07-35X	85.7	88.4	2.7	1.04
Including	85.7	86.4	0.7	2.08
	102.9	103.9	1.0	2.18
	117.4	117.6	0.2	2.73
	123.1	123.5	0.4	5.04
	129.3	130.0	0.7	2.10
	206.0	209.2	3.2	1.06
Including	206.0	206.6	0.6	3.12
MA07-39	160.7	161.6	0.9	1.29
	167.6	168.3	0.9	1.79
	262.9	263.7	0.8	1.31

MA07-40	164.6	165.1	0.5	1.43
MA07-41	95.1	96.6	1.5	4.70
	176.3	176.6	0.3	2.01
	187.0	187.7	0.7	1.19
MA07-42	181.00	182.00	1.0	1.50
	310.90	311.80	0.90	1.30
	335.50	335.97	0.47	4.69

The Dymont 3 drill holes were spaced approximately 60 metres apart along the strike of the ultramafic contact, and drill collars were staggered to intersect the targeted sedimentary corridor at depths ranging from approximately 75 to 200 metres. The results reported above reflect quartz and quartz-carbonate veins and stringers of varying widths and orientations, often hosted within larger alteration zones with elevated gold values in the range of 0.25 to 0.50 grams per tonne (g/t).

Dymont 3 consists of three claim units west-southwest of the “55 Zone” in Michaud Township and is under option by the Joint Venture from St Andrew Goldfields Ltd. requiring expenditures of \$150,000 over the four years ending September 2008 to earn a 75% interest. The recent program brought total expenditures on Dymont 3 to approximately \$160,000 which completes the option.

Future Joint Venture drilling is planned for the area west of the current drilling between Dymont 3 and the Western Zone, and to the east to evaluate the potential down-dip extension of the 55 Zone.

(b) Spanish Mountain Property

The Company has not done any work on this property in 2007.

The Company has signed an agreement with Aeroquest Limited to do an airborne geophysical survey over the property. The agreement is for a minimum 200 line kilometers of time domain electromagnetic and magnetic survey. The survey will cover both the Hepburn Lake and Spanish Mountain portions of the Acrex optioned properties. It is presently expected that the survey will commence in June, 2007.

The airborne geophysical survey will assist in the identification of lithologies favourable to hosting bulk-mineable gold deposition, similar to that currently under exploration on the adjacent Skygold Ventures Ltd. and Wild Rose Resources Ltd. Spanish Mountain joint venture gold project. The geology consists of sedimentary formations that have been altered, and in places, sheared. They host significant fine quartz and carbonate veining as well as common pyritic-bearing sections. In 2006 the joint venture completed an airborne geophysical survey that helped to define an extensive zone of interest that is in part trending to the west towards the Acrex optioned claims. To date, the best gold-bearing intercepts from diamond drilling on the Acrex properties have been returned from samples of carbonaceous mudstone containing veined and disseminated pyrite (see Acrex news release dated January 17, 2007).

The Company expanded its Spanish Mountain mineral properties by buying outright two contiguous mineral claims in February, 2007. The Company, as consideration for the acquisition of the claims, paid the arm’s-length vendors \$10,000 and issued to them 200,000 shares of the Company. The newly acquired claims – named “Moorhead” 12 and 13 – cover approximately 117.7 hectares.

(c) Financing

The Company did not do any financing during the period covered by this Statement.

2. Summary of Quarterly Results

The following information is provided for each of the 8 most recently completed quarters of the Company:

	March 31/07	Dec. 31/06	Sept. 30/06	June 30/06	March 31/06	Dec. 31/05	Sept. 30/05	June 30/05
(a) Net sales or total revenues	\$ 0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$ 0.00	\$ 0.00	\$ 0.00
(b) Loss before extraordinary items								
- total	138,426	129,774	109,706	177,301	114,579	155,141	149,688	123,701
- per share undiluted	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01
- per share diluted*								
(c) Net loss								
- total	138,426	129,774	109,706	177,301	114,579	155,141	149,688	123,701
- per share undiluted	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01
- per share diluted*								

\*As the effect of this dilution is to reduce the reported loss per share, fully diluted loss per share information has not been shown.

The differences in the figures between the various quarters is due only to the amount of activity by the Company in each quarter – primarily in raising funding or supervising exploration work on its properties. The increase of the net loss for the quarter ending March 31, 2007 over the two previous quarters was due largely to the costs of increased promotional and investor relations activities. Similarly, the fact that the Company's General & Administrative expenses for the quarter of \$138,899 were substantially higher than the average monthly G & A costs incurred by the Company during 2006 was largely as a result of the costs of the increased investor relations and promotional activities.

3. Liquidity

At the close of business March 31, 2007, the Company had net working capital of approximately \$492,700. This represents sufficient funding for the Company to conduct minor exploration programmes on its properties in 2007. If the Company decides to proceed with major exploration programmes on the properties, additional funding will be required. Some of this can be anticipated to come from the exercise of outstanding share purchase options – although the amounts that might be received from such exercises is not determinable at this time. The Company has no financial commitments other than to pay its monthly general and administrative expenses.

## 5. Transactions with Related Parties

There have been no transactions with related parties in the past fiscal year – except that:

- (a) the Company pays \$9,000 per month to a company which is wholly owned by Mr. Malcolm Powell – in payment for Mr. Powell’s management of the Company; and in 2006 paid that company \$11,396 for the rental of a computer and other equipment;
- (b) Frank Lang is paid a monthly director’s fee of \$2,500. The Company incurred rent expense of \$13,380 in 2006 with a company in which Frank Lang is a common director.
- (c) Carl Jonsson is a principal in the law firm which acts as the Company’s Solicitors – and accordingly receives a benefit from the fees paid to the law firm for legal services rendered – which are rendered almost exclusively by Mr. Jonsson. In the Quarter covered by this Statement the legal fees and disbursements were \$7,062.

## 6. Other MD & A Requirements

- (a) Additional information relating to the Company – including the Company’s most recent Annual Information Form - being the Form 20F filed by the Company with the United States Securities and Exchange Commission, dated April 30, 2007 - and the Company’s Management Discussion and Analysis covering previous periods – have been filed on SEDAR and are available at [www.sedar.com](http://www.sedar.com). Information about the Company may also be seen on its website at [www.acrexventures.com](http://www.acrexventures.com).
- (b) As the Company has not had any revenue from operations in its last two financial years the following additional information is provided:

- (A) Breakdown of exploration costs for the Quarter ended March 31, 2007 and for the 2006 fiscal year:

	March 31, 2007 \$	2006 \$
Assays	-	76,492
Consulting	7,076	28,245
Lodging	-	6,841
Drilling	60,684	304,419
Field vehicles	-	11,438
Surveying and linecutting	9,090	-
Other	4,807	39,865
Support	6,854	7,866
<b>Totals:</b>	<b>\$88,511</b>	<b>\$475,166</b>

- (B) General and administration expenses.

Breakdown of general and administration expenses for the quarter ended March 31, 2007 and the 2006 fiscal year::

	March 31, 2007 \$	2006 \$
Accounting	11,200	31,250
Consulting	19,287	21,575
Filing fees	7,694	24,259
Insurance	2,300	2,500
Investor relations	32,795	127,849
Legal fees & disbursements	7,062	34,914
Management fees	34,500	138,000
Office and general	9,905	51,593
Promotion and travel	8,578	68,038
Rent	1,770	13,380
Transfer agent fees	1,700	10,936
Advertising	2,108	30,007
Totals:	\$138,899	\$554,301

(c) Outstanding share data – as at May 22, 2007:

(i) The Company has 27,108,936 common shares issued. The shares are all voting shares and rank equally with each other.

(ii) The Company has 2,100,000 share purchase options outstanding entitling the purchase of:

- 600,000 shares exercisable at \$0.30 per share before June 3, 2007.
- 565,000 shares exercisable at \$0.28 per share before November 4, 2008.
- 485,000 shares exercisable at \$0.12 per share before July 7, 2010.
- 100,000 shares exercisable at \$0.12 per share before October 13, 2010.
- 100,000 shares exercisable at \$0.12 per share before December 5, 2010.
- 100,000 shares exercisable at \$0.30 per share before June 15, 2011.
- 50,000 shares exercisable at \$0.30 per share before June 29, 2011.
- 100,000 shares exercisable at \$0.20 per share before February 7, 2012.

(iii) The Company has no share purchase warrants outstanding.